

EXHIBIT B

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:
In re	: Chapter 11
	:
MAGNESIUM CORPORATION OF AMERICA,	: Case No. 01-_____ (___)
	:
Debtor.	:
	:
-----X	

**AFFIDAVIT OF TODD R. OGAARD PURSUANT TO
RULE 1007-2 OF THE LOCAL BANKRUPTCY RULES**

STATE OF UTAH)
) ss.:
COUNTY OF SALT LAKE CITY)

TODD R. OGAARD, being duly sworn, deposes and says,

1. I am the Vice President of Finance and Administration of Magnesium Corporation of America ("Magcorp"), the debtor and debtor in possession herein. I have personal knowledge of, and am familiar with, the business affairs of Magcorp. With respect to financial information set forth herein, I have relied on information provided by various officers of Magcorp and its holding company, Renco Metals, Inc. ("Metals"), and with respect to pending legal matters, I have relied on the attorneys employed by The Renco Group, Inc. ("Group") or retained by Magcorp and Metals.

2. I submit this affidavit pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York.

3. Unless otherwise indicated, the financial information set forth in this affidavit is unaudited.

4. Magcorp is filing a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), with the Clerk of this Court and intends to continue in the management and operation of its business and property as debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed herein. Moreover, no official creditors' committee(s) has been appointed herein pursuant to section 1102 of the Bankruptcy Code.

5. Magcorp is a wholly-owned subsidiary of Metals, a holding company which is owned by Group. Magcorp is the second largest merchant producer of pure magnesium and magnesium alloys outside the Commonwealth of Independent States and People's Republic of China and the largest single producer of magnesium in the United States. In addition, due to the recent rise in energy prices in the western United States, Magcorp has been generating additional revenues from the generation and sale of power. Magcorp had aggregate gross sales in fiscal year 2000 of approximately \$111 million.

6. Magcorp has seen a sharp decline in profitability since 1999. The decrease has been attributed to what Magcorp believes are unfairly traded imports from foreign producers that have put tremendous pressure on magnesium pricing and volumes. Imports of pure magnesium from China, Israel and Russia have increased in volume and are currently being sold at less than fair market value and, as a result, Magcorp is unable to compete effectively.

7. Magcorp has filed several petitions with the United States International Trade Commission seeking the imposition of antidumping protections and countervailing duties in order to stem the tide of imported under-priced pure Magnesium. Magcorp's profitability has also been hurt by recent sharp increases in natural gas costs.

8. To the best of my knowledge, no unofficial creditors' or other committees were formed prior to the filing of the Debtor's chapter 11 case other than an unofficial committee of holders of 11 1/2% Senior Notes due 2003 issued by Metals (the "Senior Notes"), currently represented by the law firm of Willkie Farr & Gallagher.

9. A list containing the names, addresses, telephone numbers (where known) and the amounts of the claims of Magcorp's 20 largest known unsecured creditors (excluding insiders), and whether such claims are contingent, unliquidated, disputed or partially secured, is annexed hereto as Schedule I.

10. A list containing the names, addresses, telephone numbers (where known) and the amounts of the claims of Magcorp's 5 largest known secured creditors, including a brief description and an estimate of the value of the collateral securing the claims and whether such claims are disputed, is annexed hereto as Schedule II.

11. A summary of Magcorp's assets and liabilities on an unaudited basis is annexed hereto as Schedule III.

12. As set forth above, Magcorp is a wholly owned subsidiary of Metals (which is itself a wholly owned subsidiary of Group). There are no publicly held shares of stock, debentures, or other securities of Magcorp nor are there any such securities held directly by officers or directors of Magcorp.

13. A list containing the property of Magcorp in the possession or custody of any custodian, public officer, mortgagee, pledgee, assignee of rents, or secured creditor or agent of any such person, together with the name, address and telephone number (where available) of each such entity and the court in which any proceeding relating thereto is pending is annexed hereto as Schedule IV.

14. A schedule setting forth the premises which Magcorp currently owns, leases or otherwise holds or from which it operates its businesses is annexed hereto as Schedule V.

15. Magcorp's books and records are located at its offices in Salt Lake City, Utah. Magcorp's substantial assets are located in Rowley and Tooele County, Utah. Inventories are also held at third-party independent warehouses and at customer consignment locations throughout the United States. Inventory with an aggregate book value of approximately \$2 million is located at independent warehouses located in the Netherlands, Japan and Taiwan.

16. Upon information and belief, the only action currently pending or threatened against Magcorp or its respective properties where a judgment or a seizure of their properties may be imminent is an action commenced by certain holders of the Senior Notes issued pursuant to that certain Indenture dated as of July 1, 1996 by and among Metals, as issuer, Magcorp and Sabel Industries, Inc., as guarantors and Fleet National Bank, as trustee. The action, pending in the Third Judicial District Court in and for Salt Lake County, State of Utah, is captioned MLCBO III Series 1996-C1; MLCBO VI Series 1996-C2; and MLCBO VII Series 1997-C3 v. Renco Metals, Inc.; Magnesium Corporation of America; and Sabel Industries, Inc., Civil Case No. 010904013 (Judge L.A. Dever).

17. A list of the names of the individuals who comprise Magcorp's senior management, their tenure with Magcorp, and a brief summary of their relevant responsibilities and experience is annexed hereto as Schedule VI.

18. Magcorp intends to continue business operations for the purpose of reorganizing, and accordingly sets forth the following information required by Local Bankruptcy Rule 1007-2(b):

a. The estimated payroll of Magcorp for its employees (exclusive of executive officers, stockholders and directors), inclusive of federal, state, and local withholding taxes, for the thirty (30) day period following the filing of the Debtor's chapter 11 petition is approximately \$1,610,000.

b. The estimated payroll, including salaries, fees, and other compensation of Magcorp's executive officers, stockholders, and directors for the thirty (30) day period following the filing of the chapter 11 petition is approximately \$80,000.

c. Magcorp estimates that for the thirty-day period following the commencement of its chapter 11 case, it will have cash receipts, exclusive of sales tax, of approximately \$8,985,000 and cash disbursements, exclusive of one time prepayments and exclusive of sales tax, of approximately \$5,270,000 for a net cash generation of approximately \$3,715,000.

d. Magcorp estimates that for the thirty day period following the filing of the chapter 11 petition it will have approximately \$1,500,000 in accrued but unpaid postpetition obligations, other than professional fees, and approximately \$600,000 accrued but uncollected receivables net of reserves and offsets. A copy of the thirty day projected cash flow estimates is annexed hereto as Schedule VII.

19. A copy of the resolutions of the Magcorp Board of Directors authorizing the filing of its chapter 11 petition is annexed as Exhibit "A" to the accompanying chapter 11 petition.

/s/ Todd R. Ogaard
TODD R. OGAARD

Sworn to before me this
2nd day of August 2001

/s/ Jeffrey K. LaBrum
Notary Public

SCHEDULE I

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11
	:	
MAGNESIUM CORPORATION OF AMERICA,	:	Case No. 01-____(____)
	:	
	:	
Debtor	:	

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**TWENTY LARGEST CREDITORS
OF MAGNESIUM CORPORATION OF AMERICA¹**

The following is the list of the creditors holding the 20 largest unsecured claims against Magnesium Corporation of America ("Magcorp" or the "Debtor"). The list is prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in this chapter 11 case. This list does not include (1) persons who come within the definition of an "insider" as set forth in 11 U.S.C. § 101(31), or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the twenty largest unsecured claims.

¹ The information contained herein is based upon the most recent information available to the Debtor and reflects information as of August 2, 2001. The Debtor reserves the right to modify this list as more information regarding the Debtor's obligations become available. The Debtor also reserves its right to object to the validity, amount and enforceability of any claims against the estate as a result of, among other things, information ascertained by the Debtor during the pendency of this case.

	Name and Address of Creditor	Contact Information for Creditor	Nature of Claim	C U D	Amount (US\$) (Rounded Down to Nearest Whole Dollar)
1	State Street Bank and Trust Company as Indenture Trustee Corporate Trust Center 225 Asylum Street Hartford, Connecticut 06103	Greg Donovan p-860-244-1845 f-860-244-1897	Guaranty of claim held by Indenture Trustee of 11 - 1/2% Senior Notes due 2003, issued by Renco Metals, Inc. under that certain Indenture dated as of July 1, 1996	C	\$150,000,000
2	Barrett Resources Corporation 1515 Arapahoe Street Denver, Colorado 80202	Laura Muttice p-303-572-3900 f-303-629-8270	Utility	U	\$650,000
3	Continental Steel Corp. P.O. Box 26577 Salt Lake City, Utah 84126 2300 South 7200 West Salt Lake City, UT 84126	Credit Manager p-801-250-9142 f-801-250-2990	Trade		\$207,938
4	King & Spalding 191 Peachtree St. N.E. Atlanta, GA 30303-1763	Managing Partner p-404-572-4600 f-404-572-5100	Professional Services		\$196,534
5	Refco Incorporated 1580 McLaughlin Road, Ste 201 Pittsburgh, PA 15241	Kathy August p-412-257-3450 f-412-221-7611	Trade		\$117,638
6	Magretech Inc. P.O. Box 901859 Cleveland, Ohio 44190 4878 Chaincraft Road Cleveland, OH 44125	Patth Konopka p-216-518-8193 f-216-587-3764	Trade		\$106,121
7	ABB Automation 525 W. Munroe St., 7th Floor Chicago, IL 60661	p-414-785-3364 f-1-800-762-4539	Trade		\$80,225
8	Cadwalader Wickersham & Taft 100 Maiden Lane New York, NY 10038	Barry N. Seidel, Esq. p-212-504-6019 f-212-504-6666	Trade		\$73,721
9	Vredenburg Inc. 3245 West 2400 South Salt Lake City, Utah 84119	Bob Vredenburg p-801-973-6984 f-801-973-6984	Trade		\$59,828
10	Mountain View Power & Ind. Inc. 1481 South 700 West Salt Lake City, Utah 84104	Cathy Herbert p-801-973-4455 f-801-973-6655	Trade		\$53,875

	Name and Address of Creditor	Contact Information for Creditor	Nature of Claim	C U D	Amount (US\$) (Rounded Down to Nearest Whole Dollar)
11	Questar Gas P.O. Box 45841 Salt Lake City, UT 84139-0001	Sheri p-801-530-2942 f-801-324-3880	Trade		\$50,000
12	Industrial Supply Co. Inc. 1635 South 300 West Salt Lake City, UT 84115	John Richardson p-801-484-8644 f-801-484-0469	Trade		\$44,761
13	Energy West Controls P.O. Box 65277 Salt Lake City, UT 84165-0277 -and- 3585 Via Terra Salt Lake City, UT 84115	Randy Drown p-801-262-4477 f-801-261-0862	Trade		\$43,137
14	Praxair Dist. Inc. P.O. Box 25477 Salt Lake City, Utah 84125-0477 -and- 1884 South 300 West Salt Lake City, Utah 84115	Brigette Boettcher p-801-487-5341 f-801-485-3188	Trade		\$39,877
15	RHI Refractories America 1001 Path-McKeesport Street Pittsburgh, PA 15264	John Mattison p-412-469-3880 f-412-469-3889	Trade		\$38,229
16	Simsmetal America P.O. Box 6000 San Francisco, CA 94160-3292 -and- 600 South 4th St. Richmond, CA 94804-3504	Mike Cunha p-510-412-5300 f-510-412-5421	Trade		\$38,187
17	Exxon Chemical Americas Brunswick & Park Ave. Linden, NJ 07036-5025	Credit Manager p-908-474-0100	Trade		\$29,517
18	SRC Inc. P.O.Box 73479-N Cleveland, OH 44193	Chet Scholtz p-216-941-6115 f-216-941-6119	Trade		\$27,345
19	Pipe Valve and Fitting Co. 2505 E. 79th Avenue Denver, CO 80229	Ruth Woods p-303-289-5811 f-303-287-7005	Trade		\$21,653
20	Mark Steel Corp. P.O. Box 16006 Salt Lake City, UT 84116	Credit Manager p-801-521-0670	Trade		\$21,011

**DECLARATION CONCERNING THE
DEBTOR'S LIST OF CREDITORS HOLDING
THE TWENTY LARGEST UNSECURED CLAIMS**

**DECLARATION UNDER PENALTY OF PERJURY ON
BEHALF OF MAGNESIUM CORPORATION OF AMERICA**

I, the Vice President of Magnesium Corporation of America, named as debtor and debtor-in-possession in this case, declare under penalty of perjury that I have read the foregoing list of creditors holding the twenty largest unsecured claims, and that it is true and correct to the best of my knowledge, information, and belief.

Dated: Salt Lake City, Utah
August 2, 2001

/s/ Todd R. Ogaard _____
Todd R. Ogaard
Vice President Finance and Administration of
Magnesium Corporation of America

SCHEDULE II

LIST OF FIVE LARGEST CREDITORS ASSERTING SECURITY INTERESTS AGAINST MAGNESIUM CORPORATION OF AMERICA¹

Creditor Name and Address	Name and Telephone Number of Contact	Description of Collateral Securing Claim	Principal Amount of Claim	Value of Collateral
Congress Financial Corporation 1133 Avenue of the Americas New York, NY 10036	Janet Last (212) 545-4463	The assets listed as collateral in the Amended and Restated Agreement dated August 4, 1993, by and between the Debtor and Congress, as amended and restated.	Approximately \$14.7 million	At least \$30 million ²
CIGNA Health Care P.O. Box 37963 Charlotte, NC 28237	Bob Immitt (801) 265-2784	Letter of Credit securing self-insured insurance claims	Undetermined	\$1,021,000
Pacificorp 835 N.E. Multnomah Portland, Oregon 97232	R.T. McCarthy (503) 813-5000	Setoff rights for power sold to Pacificorp.	Undetermined	\$575,000
State of Utah Division of Forestry, Fire & State Lands 1594 W. North Temple Suite 3520 Box 145703 Salt Lake City, UT 84114-5703	Edie Trimmer (801) 538-5490	Reclamation Bond	Undetermined	\$110,000
ACE USA 140 Broadway, 41st Floor New York, NY 10005	Jeffrey Pasternack Senior Underwriter SRF Casualty P - (646) 458-7069 F - (646) 458-7083 Jeff.pasternack@ace-ina.com	Deposit securing casualty insurance claims	Undetermined	\$98,193

¹ The Debtor reserves its rights to dispute the amount, validity and enforceability of any claim or security interest scheduled herein.

² The value of the collateral is based upon book value as of August 1, 2001.

SCHEDULE III

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11
	:	
MAGNESIUM CORPORATION	:	Case No. 01-_____()
OF AMERICA,	:	
	:	
Debtor	:	

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BALANCE SHEET

[Filed Under Separate Cover]

SCHEDULE IV

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X

In re : **Chapter 11**
:
MAGNESIUM CORPORATION : **Case No. 01-_____()**
OF AMERICA, :
:
Debtor :
----- X

PROPERTY IN POSSESSION OR CUSTODY OF THIRD PARTIES

AS OF AUGUST 2, 2001

Name and Mailing Address of Third Party	Description of Property
Contech 8001 Angling Road, Suite 100 Portage, MI 49024 Attn: Carol Wesolowski (219) 258-6175	Inventory
Garfield Alloys, Inc. 4878 Chaincraft Road Cleveland, OH 44125 Attn: Tony Kulig (216) 587-4843	Inventory
APL Logistics, Inc. 1051 S. Industrial Parkway Clearfield, UT 84105 Attn: Richard L. Watkins (801) 773-7700	Inventory
Jacobson Warehouse Company, Inc. 749 Southrock Drive Rockford, IL 61102 Attn: Ryan Brown (815) 952-6171	Inventory

Name and Mailing Address of Third Party	Description of Property
JMF International B.V. Columbusstraat 22-26 3165 BK Rotterdam Netherlands Attn: Erwin Uit den Boogaart 010-4282166	Inventory
Kamigumi Co., Ltd., Nagoya Shiten, Dai-ichi Inae Souko 83 Shiodome-cho, Minato-ku Nagoya Japan 455-0844 Attn: S. Yamamoto-Kohsei K. Nagaishi-Kamigumi 3-3270-0303 45-211-2139	Inventory
Kamigumi Co., Ltd., Yokohama-kou Yokohama Ryutsu Center #304 22 Daikoku futou, Tsurumi-ku Yokohama Japan 230-0054 Attn: S. Yamamoto-Kohsei K. Nagaishi-Kamigumi 3-3270-0303 45-211-2139	Inventory
Lite Metals Company, Inc. 700 North Walnut Street Ravenna, OH 44266 Attn: Mike Clancy (330) 298-6110	Inventory
MagReTech Inc. 301 Sandusky County Road 177 GMA Warehousing 111 Hirt Drive Bellevue, OH 44188 Attn: Tony Kulig (419) 483-9199	Inventory

Name and Mailing Address of Third Party	Description of Property
Norrenbern's Truck Service 17579 Mockingbird Road Nashville, IL 62263 Attn: Kevin Brink (618) 478-5354	Inventory
Petri, Inc. 2223 Dove St. Port Huron, MI 48060 Attn: Gary Herbst (810) 989-5167	Inventory
Titanium Metals Corp. J-2 North, P.O. Box 2128 Henderson, NV 89015 Attn: Margaret Bolding (702) 564-2544	Inventory
Unicast Industrial Corp. F1 15-1, No. 16-8 Ming Ren Road Kaohsiung 807 Taiwan Attn: Daniel Lu	Inventory
Vista Sales Company 1820 South Solo Los Angeles, CA 90023 Attn: Ken Hunt (323) 262-2176	Inventory
Wetz Trucking Warehousing State Route 7 South & County Road 10 Marietta, OH 45750 Attn: Ernie "Tag" Wetz (740) 373-2472 (740) 373-9028	Inventory
Arco Warehouse Co., Inc. 1810 Jasper St. P.O. Box 590 Tulsa, OK 74110 Attn: Vivian Blaine (918) 585-8191	

SCHEDULE V

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11
	:	
MAGNESIUM CORPORATION	:	Case No. 01-_____()
OF AMERICA,	:	
	:	
Debtor	:	

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PREMISES

A. OWNED

1. Salt Lake City Office: 238 North 2200 West, Salt Lake City, Utah 84116.
2. G.R. Richman Stansbury Property: N.E. 1/4 of section 32 plus lots 1,2,3,4 of section 32, T2N R6W SLBM containing approximately 247 acres.
3. Rowley Plant Site: Rowley, Utah 84029. Covers approximately 4,500 acres.

B. SPECIALTY USE LEASES AND RIGHT OF WAYS/EASEMENTS

Location/Agency/Number

Bureau of Land Management

Knolls/BLM/U-54897 — Right of Way ("ROW") for Solar Pond Lands

T1S, R11W, Sec. 9, 10, 11, 12, 17, 18

T1S, R10W, Sec. 5, 6

T1N, R10W, Sec. 13, 23, 24, 26, 27, 33, 34

T1N, R9W, Sec. 17, 18, 21, 22, 25, 26, 27

T1N, R8W, Sec. 3, 10, 15, 22, 27, 28, 31, 33

T1S, R8W, Sec. 5, 6

T2N, R8W, Sec. 22, 27, 34

T1N, R13W, All except 2, 16, 32, 36

T1N, R12W, Sec. 4, 5, 6, 7, 8, 9, Sec. 17, 18, 19, 20, 21, 28, 29, 30, 31, 33

T1S, R13W, Sec. 1 through 18, except 16 (North of I-80)

T1S, R12W, Sec. 4, 5, 6, 7, 8, 9, 17, 18 (North of I-80)

T1N, R14W, Sec. 1, 3, 4, 9, 10, 11, 12, 13, 14, 15, 23, 24, 25, 26

T1S, R14W, Sec. 1

Stansbury/BLM/U-54899 — ROW Additional Solar Ponds South, East and West of Pond 3

T1N, R8W, Sec. 25

T1N, R6W, Sec. 20, 21, 28, 29, 30, 31

(For more complete description see application)

Stansbury/BLM/U-0146683 — ROW for Reservoir, Canals, Pipelines, and Utility Lines and Maintenance Road

T1N, R7W, SLM Utah Sec. 19, 20, 21, 28, 29, 30 total 1669.4 acres.

Stansbury/BLM/U-0146922 — ROW Tram Road

T1N, R6W, Sec. 20, 28, 29

Amended 11/18/86 to include T1N, R6W, Sec. 17

South Section approximately 1500' long.

Stansbury/BLM/U-53705 — ROW Haul Road to East/West Dike on Pond 1

T2N, R8W, SLM

Sec. 34, SE4; Sec. 35 S2.

Stansbury/BLM/U-51504 — ROW Surge Pond & Canal

T1N, R8W, SLB&M Utah Sec. 11 E2; Sec. 14 E2;

Sec. 25 NW4; Sec. 26 E2, E2, W2, E2

SW4 SW4; Sec. 35 all

T2N, R8W, SLB&M Sec. 23 W2; Sec. 26 W2;

Sec. 35 W2

Stansbury/BLM/U-53703 — ROW Road from Poverty Point to Solar Ponds

Sec. 19 S2 N2, NE4, SE4; Sec. 20 N2 S2.

Sec. 22 NW4 NE4; Sec. 23 NE4; Sec. 24

Sec. 15 S ½ SE ¼

N2 N2 (See map) Total 11.8 acres.

Stansbury/BLM/U-53706 — ROW Brine Channel Pond 4

T1N, R7W, SLM Utah Sec. 18 Lots 1, 2, 3, 4, 5, 6, & T1N, R8W SLM Utah Sec. 1 S2

SW4 NW4, W4 SW4; Sec. 11 N2 NE4 NW4, SE4 NE4 NE4 E2

SE4 NE4, E2, SE4; Sec. 12 SW4 SW4NE4, W2, W2

NW4 SE4, SE4 NW4 SE4;

SW4 SE4 NW4 SE4 SE4 S2S2 SE4

Sec. 13 N2, NE4, SW4 NE4 NW4 SW4

SE4; Sec. 24 N2 NE4 (See map)

Total 1,128.824 acres.

Stansbury/BLM/U-53713 — ROW Brine Channel Pond 4

T2N, R8W SLM Utah Sec. 23 SW4 SW4

NE4, NW4, SE4 NW4, W2 SE4; Sec. 26 E2 E2;

Sec. 35, E2 NE4, NE4 SE4; SW4 SE4

Total 84 acres.

Stansbury/BLM/U-47287 — ROW Water Pipeline For AMAX Water Wells #1 & #2
Beginning at Wellsite #1; T1S, R7W, Sec. 29 SW corner running So. 30' West 38.41 ft. then West 4518.40 ft. to 14" water line ROW (See Map). Beginning Wellsite #2: T2S, R7W Sec. 6 NE corner SLB&M running So. 37.50' along wellsite then West 361.94' to East ROW of 14" pipeline (See Map).

Stansbury/BLM/U-36736 — ROW 3" Water Pipeline Across BLM land to South Pump Station

T1N, R7W, Sec. 28 SW ¼, 29 NE ¼
T1N, R8W, Sec. 22 S ½, SE ¼,
Sec. 23 NE ¼, SE ¼, Sec. 23 NE ¼,
SE ¼, SW ¼
Sec. 24 NW ¼, NW ¼
Sec. 27 N ½, NE ¼ (7.4 acres).

Stansbury/BLM/U-12292 — ROW for Brine Water Pipeline from Pond 3 to Plant
T1N, R7W to T2N, R8W, Sec. 10, 14, 15, 22, 23, 24.
Total acreage 38.8 acres.

Stansbury/BLM/U-18180 — ROW for Fresh Water Pipeline & Wells "A", "C", "D" and Utility ROW

Beginning T2N, R8W, Sec. 15
Running So. (See Description) total length
104, 513.55' to T2S, R7W, Sec. 18 & 2.5 acres
Well "A" & 2.5 acres Well "D."

State of Utah Right-of-Ways

Stansbury/State/ML45786 - Located in T3N, R8W, Section 32 (280 acres)

Stansbury/State/1336 — ROW for Water Pipeline from Well "A" to "C"
T2S, R8W, Sec. 2.

Stansbury/State/2705 — ROW Skull Valley Runoff Canal & Diversion Dikes
T1S, R8W, SLB&M
Sec. 2 (See grant for ROW description.)
See also Western Pacific ROW #26080.

Addendum:

Stansbury/State/2786 — ROW Brine Canal ROW and Easement
T1N, R8W, Sec. 2 Beginning at Point East 50.49 ft. and South 1,205.09 ft. from NW corner of Sec. 2 T1N, R8W, SLB&M running So. 63 45' East 2,850 ft. to boundary line. Also beginning at point on No. Line Sec. 2 T1N R8W SLB&M. Said point being approximately 3,025 ft. West of NE corner of Sec. 2 running So. 211,400 ft.

Stansbury/State/6342 — ROW Utility Line Agreement
to cross under I-80 Highway

Stansbury/State/6462 — ROW Amends #6342
to give ROW under frontage road

Stansbury/State/1251 - (See ROW for Brine Water Pipeline BLM U-12292)
T1N, R8W, Sec. 2 SLB&M bears No. 89° 51' 40" West 2, 113.20 ft. from SE corner of section; thence begins No. 6°45' 15" West 5,395' to No. line of T1N R8W.

Stansbury/State/SULA 721 — Additional ROW for Solar Ponds Adjacent to Current Pond 3 & 4 System
T1N, R6W, Sec. 32 W ½.

Stansbury/State/SULA 400
T1S, ROW, Sec. 5 & 6
Dike 66' wide approximately 1.5 miles long on southeast corner of Pond a.

Knolls/State/SULA 711 — Solar Evaporation Pond at Knolls
Sec. 32, T1N, R12
Sec. 16, T1S, R12 (North of I-80)
Sec. 2, 16, T1S, R13 (North of I-80)
2, 16, 32, 36, T1N, R13 Sec. 2, 36, T1N, R14

Knolls/State/3205 - ROW for Brine Pipeline from Knolls Solar Ponds to Rowley, Utah
T1S, R12W, Sec. 16
T1S, R11W, Sec. 16
T1N, R10W, Sec. 32
T1N, R9W, Sec. 16, 36
T1N, R8W, Sec. 32

Private Right-of-Ways & Easements

Riddles-Kenyon, Todd, Elaine, Ann ROW for Knolls brine pipeline
T1N, R10W, Sec. 23 SE ¼ SW ¼.

Univac
ROW to cross rear of NL Magnesium SL Office Property with sidewalk

PCS Site Lease
50' x 50' pad site behind SL Office bldg for telecommunications

Mountain Bell - ROW to cross Mt. Bell easements
between Knolls & Rowley.

Union Pacific Railroad Company-License
agreements for Knolls pipeline crossing at 3 pts.

Mountain Bell - ROW to bring telephoneline to Hills Brothers Chemical facility

Richman, G. Reese - ROW

T2N, R6W, Sec. 32 from the meander line of GSL east to County Road.

UP&L - ROW for construction of surge pond

Under transmission line.

Communications Site - Lease for telephone

Oquirrh Mountains.

So. Pacific Railroad - ROW to cross So. Pacific RR Property at Lakeside, Utah

Western Pacific Railroad - Easement ROW

granted by NL for construction of rail tracks at T2N, R8W, Sec. 15, approximately 15.4 acres. ROW and easement in T2N, R8W, Sec. 15 100' wide and approximately 7,564' long for operation and maintenance of four spur tracks connecting to RR's drill track of Delle Branch at Rowley, Utah.

Western Pacific Railroad - Track License Agreement

Anaconda (Chico & Sharon Steel) - Easement to north dike of Ponds 2 & 1 So.

T1N, R6W, Sec. 17 .76 acres.

Western Pacific Railroad - License agreement on use of fence and gates crossing Western Pacific RR at Rowley plant site

Western Pacific 300' Track Lease - Rowley ROW Easement

Western Pacific RR - (rail cars)

ROW granted by ML for construction of switch.

UP&L (power line for SLC office) ROW granted

T1N, R1W, Sec. 33, 1,215' west from E4 corner, thence So. 76° 46' east 50' to So. boundary fence in NE4 of SE4 of Sec. 33.

Anderson, Joe - ROW Easement, Service road

commencing T2N, R8W, Sec. 9 and continuing west along section line between Sec. 8 & 17 for 1/2 mile.

Mountain Bell - Service access ROW [Plant site]

T2N, R8W, Sec.10 SLB&M Tooele County.

Mountain Fuel - ROW (Plant site) 795' on east side

of County road in T2N, R8W, Sec. 15 given to Mtn. Fuel.

UP&L - ROW at Sec. 8, T1S, R7W.

Deseret Livestock Company - ROW and permanent easement
in T2S, R7W, Sec. 6 SW4 of the SE4.

Callister, Alfred B. & Chloe - ROW and permanent easement
in T1S, R7W, Sec. 31 SE4 and W2.

Castagno, Edith - ROW for service road
T2N, R6W, SLB&M Sec. 16 Lot 1 beginning 155' So. and west 385' from N4 corner Sec. 16, T2N, R6W SLB&M, thence northwesterly 530' to a point on north line of Sec. 16 which point is 900' west of beginning point.

Mountain Fuel Supply - ROW easement T2N,
R8W, Sec. 4, 9, 15, 16.

Hills Brothers Chemical Company - License
Agreement 12/30/87 to provide space south of plant Site and east of railroad tracks for construction of a CAC12 production facility.

Mountain Fuel - ROW 16.25' wide approximately
546' long T2N, R8W, Sec. 15.

Union Pacific Railroad - ROW #26080 for dike T1N,
R7W; Sec. 2.

Permits

Tooele County Conditional Use Permit #1200-87.

Great Salt Lake Army Corps of Engineers 303
Permit granted 1/14/93.

Great Salt Lake Corps of Engineers GP-044
Permit 4/1/97.

Tooele County Conditional Use
Permit #CU-0004-93

Army Corps of Engineers Regional General Permit Number GP-031 for Solar extraction on Great Salt Lake.

Army Corps of Engineers General Permit 59 for discharges of dredged material or excavation in Wallards and lakes of U.S. for flood protection activities and flood damage work.

BLM Grazing Permit - Stansbury Island

Grazing Leases

Vernon Beef Project Tooele Utah Stake

T2N, R8W, Sec. 3, 4, 9, 10, 11, 12, 13, 14, 15.

Brown, R. Maurice

T2N, R8W, Sec.16

Magcorp BLM Grazing Lease

Grazing Permit on Stansbury Island for 45 (AUM's)

Mike Worthington

N.E. ¼ of Section 32 plus lots 1, 2, 3, 4, of Section 32

T2W R6WSLBM

SCHEDULE VI

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11
	:	
MAGNESIUM CORPORATION	:	Case No. 01-_____()
OF AMERICA,	:	
	:	
Debtor	:	

----- X

LIST OF THE DEBTOR'S SENIOR MANAGEMENT

1. Ira Leon Rennert

Mr. Rennert has been the Chairman of Magnesium Corporation of America ("Magcorp") since 1989. He has been Chairman and CEO of Renco Metals, Inc. ("Metals") since its inception and has been Chairman, CEO and principal shareholder of The Renco Group, Inc. ("Group") since 1975.

2. Michael H. Legge

Mr. Legge was appointed President and Chief Executive Officer of Magcorp on January 1, 1993. He has served in several managerial and technical positions since joining NL Industries, Inc., a predecessor of Magcorp, in 1979.

3. Ron L. Thayer

Mr. Thayer was appointed Chief Operating Officer of Magcorp in 2001 and, prior to that, served as Vice President Operations of Magcorp since January 1, 1993. He has served in several managerial and technical positions since joining AMAX Magnesium, a predecessor of Magcorp, in 1989. Prior to joining AMAX Magnesium, Mr. Thayer was with Williams Resources, a chemical company in Denver, Colorado.

4. Lee R. Brown

Mr. Brown was Vice President of Human Affairs at Magcorp from 1984 to 1999 and has been Vice President of Public and Governmental Affairs since that date. Mr. Brown joined NL Industries, Inc., a predecessor of Magcorp, in 1978. Prior to joining NL Industries, he spent two years with Kennecott Copper.

5. **Todd R. Ogaard**

Mr. Ogaard joined Magcorp in February 1994 and assumed Vice President of Finance responsibilities effective February 1995. Mr. Ogaard is a certified public accountant. Prior to joining Magcorp, he was a Senior Manager with the accounting and consulting firm of KPMG LLP and had been with that firm in various capacities from September 1981 through January 1994.

6. **Cameron F. Tissington**

Mr. Tissington is Vice President of Sales and Marketing at Magcorp. He joined Magcorp in August 1998. Prior to joining Magcorp, he was employed for 16 years by The Dow Chemical Company, serving in a variety of managerial, commercial, and technical assignments within the magnesium group.

7. **Roger L. Fay**

Mr. Fay has been Vice President of Finance for Metals since its inception, a director of Group since its inception and a Vice President of Group since 1983. He has also been Vice President of Magcorp since 1989. Mr. Fay is a certified public accountant. Before joining Group, Mr. Fay served for twelve years as a controller of one of Group's subsidiaries.

8. **Justin W. D'Atri**

Mr. D'Atri practiced law in New York, New York from 1952 until his retirement in June 1996 and has been Secretary of Metals since its incorporation. He has also been Secretary and a director of Group since its inception and is now a consultant to Group. Mr. D'Atri has been the Secretary of Magcorp since August 1989.

9. **John A. Siegel, Jr.**

Mr. Siegel is Vice President of Metals and Magcorp and an officer of Group.

10. **Dennis A. Sadlowski**

Mr. Sadlowski is Assistant Secretary of Metals and Magcorp and an officer of Group.

11. **Michael C. Ryan**

Mr. Ryan is an Assistant Secretary of Metals, Magcorp and Group and a partner with the law firm of Cadwalader, Wickersham & Taft.

SCHEDULE VII

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11
	:	
MAGNESIUM CORPORATION	:	Case No. 01-_____()
OF AMERICA,	:	
	:	
Debtor	:	

----- X

30-DAY PROJECTED CASH FLOW BUDGET

[Filed Under Separate Cover]